

KLEINBERG, KAPLAN, WOLFF &
COHEN, P.C.
Matthew J. Gold
Robert M. Tuchman
500 Fifth Avenue
New York, New York 10110
Tel: (212) 986-6000

Counsel to the State of Washington

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
PURDUE PHARMA L.P., <i>et al.</i>,	:	Case No. 19-23649 (SHL)
	:	(Jointly Administered)
Debtors.	:	
	:	
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**SEVENTEENTH MONTHLY FEE STATEMENT OF
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C. AS COUNSEL TO
THE STATE OF WASHINGTON FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF JUNE 1, 2023 THROUGH JUNE 30, 2023**

Name of Applicant:	Kleinberg, Kaplan, Wolff & Cohen, P.C.
Provided Professional Services to:	The State of Washington
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	March 10, 2022 [Docket No. 4503]
Period for which compensation and reimbursement are sought:	June 1, 2023 through June 30, 2023
Amount of Compensation sought as actual, reasonable, and necessary:	\$43,799.00
Current Fee Request	\$35,039.20 (80% of \$43,799.00)
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$5.43
Amount of Compensation and Expenses sought as allowed under the Interim Compensation Order	\$35,044.63
Total Fees and Expenses Inclusive of Holdback	\$43,804.43
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to the *Order Pursuant to 11 U.S.C. §§ 105 and 363(b) Authorizing and Approving Settlement Term Sheet* [Docket No. 4503] (the “Term Sheet Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “Interim Compensation Order”), Kleinberg, Kaplan, Wolff & Cohen, P.C. (“Kleinberg Kaplan”), counsel to the State of Washington in the above-captioned case, and in a related adversary proceeding and appeals, hereby submits this Seventeenth Monthly Fee Statement (the “Fee Statement”) for the period of June 1, 2023 through and including June 30, 2023 (the “Statement Period”).

Itemization of Services Rendered and Disbursements Incurred

Annexed hereto as **Exhibit A** is a chart of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Statement Period, with respect to each of the billing categories. As reflected in Exhibit A, Kleinberg Kaplan incurred \$43,799.00 in fees during the Statement Period. Pursuant to this Fee Statement, Kleinberg Kaplan seeks reimbursement for 80% of such fees, totaling \$35,039.20.

Annexed hereto as **Exhibit B** is a chart of Kleinberg Kaplan's professionals and paraprofessionals, including standard hourly rate for each attorney and paraprofessional who rendered services to the State of Washington and others listed above in connection with these Chapter 11 cases during the Statement Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. A copy of the computer-generated time entries of Kleinberg Kaplan reflecting all time recorded, organized in the billing categories requested by the State of Washington is attached hereto as **Exhibit D**.

Attached hereto as **Exhibit C** is a chart of necessary and out-of-pocket expenses incurred by Kleinberg Kaplan in the amount of \$5.43 in connection with providing professional services prior to and during the Statement Period.

Notice

Kleinberg Kaplan will provide notice of the Fee Statement in accordance with the Interim Compensation Order.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Fee Statement, serve via email, to Kleinberg Kaplan and to the notice parties designated in the Interim Compensation Order, a written notice setting forth the precise nature of the objection and the amount at issue.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Kleinberg Kaplan an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue; it shall not be sufficient to simply object to all fees and expenses.

Dated: July 25, 2023

Respectfully submitted,

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

By: /s/ Matthew J. Gold
Matthew J. Gold
Robert M. Tuchman

500 Fifth Avenue
New York, New York 10110
Tel: (212) 986-6000
Fax: (212) 986-8866
E-mail: mgold@kkwc.com
rtuchman@kkwc.com

Attorneys for the State of Washington

CERTIFICATE OF SERVICE

I, Ellie Taylor, hereby certify that, on July 25, 2023 I caused true and correct copies of the foregoing document to be served by email upon those names below:

- Jon Lowne, Perdue Pharma: jon.lowne@pharma.com
- Christopher Robertson, Davis Polk & Wardwell LLP: christopher.robertson@davispolk.com
- Dylan Consla, Davis Polk & Wardwell LLP: dylan.consla@davispolk.com
- Sara Lynne Brauner, Akin Gump Strauss Hauer & Feld LLP: sbrauner@akingump.com
- Arik Preis, Akin Gump Strauss Hauer & Feld LLP: apreis@akingump.com
- Evan Miller, Bayard, P.A.: emiller@bayardlaw.com
- Paul Schwartzberg, Office of the United States Trustee for the Southern District of New York: paul.schwartzberg@usdoj.gov

/s/ Ellie Taylor

Ellie Taylor

EXHIBIT A
SERVICES RENDERED BY
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.
COMMENCING JUNE 1, 2023 THROUGH JUNE 30, 2023

Summary of Fees Task Code

Billing Category	Total Hours	Total Fees
001 Purdue Pharma	24.0	\$28,058.00
004 Injunction adversary proceeding	4.3	\$4,539.00
005 Fee Applications	21.0	\$11,202.00
Total	49.3	\$43,799.00
20% Fee Holdback		\$8,759.80
80% of Fees		\$35,039.20
Plus Expenses		\$5.43
Requested Amount		\$35,044.63

EXHIBIT B
SERVICES RENDERED BY
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.
COMMENCING JUNE 1, 2023 THROUGH JUNE 30, 2023

Summary of Hours and Fees by Professional

Name of Professional	Position/Year Admitted to Practice/Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Matthew J. Gold	Partner 1983 Bankruptcy	\$1,250	29.9	\$37,375.00
Robert L. Berman	Partner 1978 Securities and Corporate Finance	\$1,280	1.6	\$2,048.00
Steven R. Popofsky	Partner 1983 Litigation & Risk Management	\$960	.2	\$192.00
Robert M. Tuchman	Senior Counsel 2012 Litigation & Risk Management	\$845	.9	\$760.50
Caroline James	Paralegal Corporate Funds	\$205	3.3	\$676.50
Ellie Taylor	Paralegal Litigation & Risk Management	\$205	13.4	\$2,747.00
Total Fees Requested			49.3	\$43,799.00

EXHIBIT C

**ACTUAL AND NECESSARY COSTS INCURRED BY
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.
COMMENCING JUNE 1, 2023 THROUGH JUNE 30, 2023**

EXPENSE	AMOUNT
Bloomberg Law Fees	\$1.63
PACER Fees	\$3.80
Total Expenses	\$5.43

EXHIBIT D

Time Entries for Each Professional by Task Code (Invoices)

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: July 20, 2023
Invoice Number: 120894
Matter Number: 7263-0001

Client: State of Washington
Matter: Purdue Pharma - SWV# SWV0257876-00 - #19-45

For professional services rendered through June 30, 2023

Currency: USD

Fees 28,058.00

Costs 1.63

Total Amount Due \$28,059.63

Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Purdue Pharma

Invoice Date: July 20, 2023
Invoice Number: 120894
Matter Number: 7263-0001

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/01/2023	Robert Tuchman	Reviewing cert petition for case discussed during state call and circulating summary	0.90	845.00	760.50
06/01/2023	Robert Berman	Reviewing article regarding 2nd circuit decision	0.40	1,280.00	512.00
06/05/2023	Ellie Taylor	Reviewing communication regarding case updates	0.30	205.00	61.50
06/12/2023	Matthew J. Gold	Exchanging emails with I. Goldman and J. Rupert regarding consequences of decision and next steps; conferring regarding same; revising outline regarding same	2.30	1,250.00	2,875.00
06/13/2023	Ellie Taylor	Reviewing motion for reconsideration	0.30	205.00	61.50
06/13/2023	Matthew J. Gold	Exchanging emails with J. Rupert and E. Vonnegut regarding update from Purdue; reviewing Ecke brief to Second Circuit; preparing email to J. Rupert regarding same; revising outline regarding next steps	2.60	1,250.00	3,250.00
06/14/2023	Matthew J. Gold	Conferring with E. Vonnegut regarding case status; conferring regarding same; exchanging emails with J. Rupert regarding same	0.90	1,250.00	1,125.00
06/14/2023	Robert Berman	Reviewing emails regarding updates on status; conferring regarding updates	0.40	1,280.00	512.00
06/15/2023	Robert Berman	Reviewing emails regarding next steps	0.20	1,280.00	256.00
06/16/2023	Matthew J. Gold	Reviewing most recent Supreme Court bankruptcy decision; preparing email to J. Rupert regarding same	1.30	1,250.00	1,625.00
06/16/2023	Ellie Taylor	Updating internal records	0.10	205.00	20.50
06/21/2023	Matthew J. Gold	Reviewing Ecke brief; preparing email to J. Rupert regarding same; revising outline regarding same	1.40	1,250.00	1,750.00
06/23/2023	Steven R. Popofsky	Exchanging e-mails regarding expert witness request	0.10	960.00	96.00
06/25/2023	Steven R. Popofsky	E-mailing expert in response to inquiry	0.10	960.00	96.00

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: July 20, 2023
Invoice Number: 120894
Matter Number: 7263-0001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/26/2023	Matthew J. Gold	Reviewing rehearing petitions; revising outline regarding same	1.30	1,250.00	1,625.00
06/26/2023	Robert Berman	Conferring regarding status	0.20	1,280.00	256.00
06/27/2023	Matthew J. Gold	Reviewing Purdue's reply memorandum regarding preliminary injunction; revising outline regarding same	1.20	1,250.00	1,500.00
06/28/2023	Matthew J. Gold	Reviewing committee statement regarding injunction motion and previously filed papers; revising outline regarding same; reviewing Mallinckrodt default report; preparing email to J. Rupert regarding same; conferring regarding case status	2.80	1,250.00	3,500.00
06/28/2023	Robert Berman	Conferring regarding status hearing and possible timelines	0.40	1,280.00	512.00
06/29/2023	Matthew J. Gold	Reviewing agenda letter and pleadings for hearing; participating in hearing; revising outline regarding same; preparing email to J. Rupert regarding same; reviewing related Mallinckrodt issues; revising outline regarding same	4.30	1,250.00	5,375.00
06/29/2023	Ellie Taylor	Coordinating 6/29 hearing registration for M. Gold	0.80	205.00	164.00
06/30/2023	Matthew J. Gold	Revising outline concerning status and contingency plans	1.70	1,250.00	2,125.00
Total			24.00		\$28,058.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ellie Taylor	1.50	205.00	307.50
Matthew J. Gold	19.80	1,250.00	24,750.00
Robert Berman	1.60	1,280.00	2,048.00
Robert Tuchman	0.90	845.00	760.50
Steven R. Popofsky	0.20	960.00	192.00
Total	24.00		\$28,058.00

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: July 20, 2023
Invoice Number: 120894
Matter Number: 7263-0001

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
06/22/2023	Bloomberg Industry Group, Inc. - Inv# 6888407869- 6/12/23 Docket Track -5/1/23-5/31/203	1.00	1.63
Total			\$1.63

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: July 20, 2023
Invoice Number: 120895
Matter Number: 7263-0004

Client: State of Washington
Matter: Injunction adversary proceeding - SWV# SWV0257876-00 - #19-45

For professional services rendered through June 30, 2023

Currency: USD

Fees 4,539.00

Total Amount Due	\$4,539.00
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Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Injunction adversary proceeding

Invoice Date: July 20, 2023
Invoice Number: 120895
Matter Number: 7263-0004

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/15/2023	Ellie Taylor	Circulating notice of hearing; registering M. Gold for the same; updating internal records	0.30	205.00	61.50
06/15/2023	Matthew J. Gold	Reviewing notice of status conference; exchanging emails with J. Rupert regarding same; conferring regarding same	0.40	1,250.00	500.00
06/16/2023	Matthew J. Gold	Preparing for and attending status conference; preparing email to to J. Rupert regarding same; exchanging emails regarding same	3.10	1,250.00	3,875.00
06/16/2023	Ellie Taylor	Reviewing deadline for objections to motion; updating internal records	0.50	205.00	102.50
Total			4.30		\$4,539.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ellie Taylor	0.80	205.00	164.00
Matthew J. Gold	3.50	1,250.00	4,375.00
Total	4.30		\$4,539.00

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: July 20, 2023
Invoice Number: 120895
Matter Number: 7263-0004

REMITTANCE COPY

Injunction adversary proceeding - SWV# SWV0257876-00 - #19-45

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Balance Due</u>
<u>Current Invoice</u>		
07/20/2023	120895	\$4,539.00
Balance Due		<u><u>\$4,539.00</u></u>

Please Remit to:	Mail To: <i>Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110</i>	Wire Instructions: <i>Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)</i>
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Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington	Invoice Date:	July 20, 2023
SAAG Administrator	Invoice Number:	120896
Email: SAAG@atg.wa.gov	Matter Number:	7263-0005
cc: Washington State Attorney General's Office		
Complex Litigation Division		
800 Fifth Avenue, Suite 2000		
Seattle, WA 98104		

Client: State of Washington
Matter: Fee applications - SWV# SWV0257876-00 #19-45

For professional services rendered through June 30, 2023

	Currency: USD
Fees	11,202.00
Costs	3.80
Total Due This Invoice	\$11,205.80
Previous Balance Due	17,796.01
Total Amount Due	\$29,001.81

Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Fee applications

Invoice Date: July 20, 2023
Invoice Number: 120896
Matter Number: 7263-0005

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/06/2023	Ellie Taylor	Preparing interim fee application; drafting language regarding passage of deadline for objections to 15th MFS	2.40	205.00	492.00
06/09/2023	Ellie Taylor	Preparing Fourth Interim Fee Statement	3.70	205.00	758.50
06/12/2023	Ellie Taylor	Reviewing communication regarding fee payment schedule for 15th Monthly Fee Statement	0.20	205.00	41.00
06/12/2023	Matthew J. Gold	Exchanging emails with C. MacDonald regarding reimbursements	0.20	1,250.00	250.00
06/13/2023	Ellie Taylor	Conferring regarding timeline for edits and filing of Fourth Interim Fee Application	0.30	205.00	61.50
06/13/2023	Matthew J. Gold	Reviewing draft interim fee application; conferring regarding same	1.10	1,250.00	1,375.00
06/14/2023	Ellie Taylor	Editing, finalizing and filing Fourth Interim Fee Application	2.70	205.00	553.50
06/14/2023	Matthew J. Gold	Continuing review of draft interim fee application; conferring regarding same	3.10	1,250.00	3,875.00
06/21/2023	Ellie Taylor	Conferring regarding accounting information for upcoming Monthly Fee Statement; reviewing timeline for next Interim Fee Application deadline	0.40	205.00	82.00
06/27/2023	Ellie Taylor	Reviewing fee application tracker questions	0.30	205.00	61.50
06/29/2023	Caroline James	Preparing Sixteenth Monthly Fee Statement	1.30	205.00	266.50
06/29/2023	Ellie Taylor	Conferring regarding timeline for filing upcoming monthly fee statement	0.40	205.00	82.00
06/30/2023	Ellie Taylor	Filing and serving Sixteenth Monthly Fee Statement of KKWC; reviewing Order (Dkt. #529) regarding service on professionals who have left their firms	0.70	205.00	143.50
06/30/2023	Matthew J. Gold	Reviewing draft monthly statement; exchanging emails regarding same	2.20	1,250.00	2,750.00

Client: State of Washington
Matter: Fee applications

Invoice Date: July 20, 2023
Invoice Number: 120896
Matter Number: 7263-0005

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/30/2023	Caroline James	Drafting Sixteenth Fee Statement of KKWC	2.00	205.00	410.00
Total			21.00		\$11,202.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline James	3.30	205.00	676.50
Ellie Taylor	11.10	205.00	2,275.50
Matthew J. Gold	6.60	1,250.00	8,250.00
Total	21.00		\$11,202.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
06/30/2023	American Express - January 2023 -pd.03/08/23 ck#86389 (Pacer)	1.00	3.80
Total			\$3.80